

UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF NEW YORK

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In Re:

Civil Action No.
00 CV 2258 (JBW)

METLIFE DEMUTUALIZATION LITIGATION
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**DECLARATION OF ROY L. JACOBS IN SUPPORT OF
MOTION FOR A JOINT AWARD OF ATTORNEYS' FEES
TO COUNSEL FOR OBJECTOR STEVEN WALDMAN**

Roy L. Jacobs, under pain and penalty of perjury under the laws of the United States and the State of New York, does hereby declare and state:

1. I am the principal of Roy Jacobs & Associates, co-counsel to Objector Steven Waldman.

2. I make this Declaration in support of the Motion of Steven Waldman for a Joint Fee Award to my Firm and that of Paskowitz and Associates in the total amount of \$42,816.50 as set forth in more detail below and in the Declaration of Laurence D. Paskowitz submitted herewith.

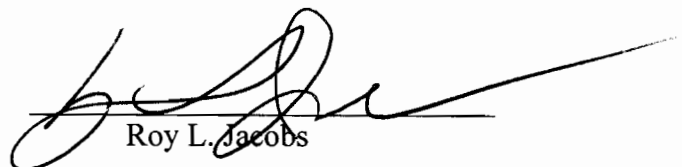
3. In connection with Mr. Waldman's Objection to the Settlement, I performed the following tasks as detailed in my daily time records, attached hereto as Exhibit A: (a) read the Court opinion preliminarily approving the Settlement, and the Settlement Notice; (b) discussed the matter in detail with Mr. Waldman; (c) made significant revisions to Mr. Waldman's Objection; (d) drafted the companion state court papers; (e) assisted in the finalization of the Waldman Objection and its service and filing with the assistance of my Firm's associate (pending admission) Angelica Kontoroff; (f) reviewed and analyzed the oppositions to Mr.

Waldman's Objection; and (g) prepared for the Settlement Hearing, attended that Hearing and made a presentation on behalf of the Firms' client.

4. In connection with the tasks summarized above, I expended 18.80 hours of time. At my ordinary hourly rate of \$595, my total lodestar is \$11,186.00. I have examined my daily time and have excluded 1 hour attributable to legal work pertaining to the adequacy of shareholder notice issues with respect to Mr. Waldman's Objection. Accordingly, my adjusted hours are 17.80, and my adjusted lodestar is \$10,591.00. In addition, as reflected in my time records, my associate, Ms. Kontoroff, spent 5 hours assisting me in finalizing the Objection; her time has been billed at \$150 per hour, or \$750.00. Accordingly, my Firm's fees of \$11,341.00, when added to the fees incurred by the Paskowitz Firm in the amount of \$31,475.50, constitute the joint fee request in the total amount of \$42,816.50.

5. My hourly rate reflects my many years of experience specializing in consumer and securities class actions, insurance litigation, and complex business litigation. My Firm's resume is attached hereto as Exhibit B.

Executed this 21st day of January, 2010.



Roy L. Jacobs